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August 10, 2009

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

**Re: Petition of Qwest Corporation for Forbearance Pursuant to 47 U.S.C.
§ 160(c) in the Phoenix, Arizona Metropolitan Statistical Area, WC
Docket No. 09-135**

Dear Ms. Dortch:

On behalf of 360networks (USA) Inc., Alpheus Communications, Inc., Citynet Arizona, LLC, PAETEC Communications, Inc., U.S. TelePacific Corp., *et al.* and in accordance with the procedures outlined in the *First Protective Order*, DA 09-1667 and the *Second Protective Order*, DA 09-1670, released June 29, 2009 in the above-captioned proceeding, submitted herewith are Acknowledgments of Confidentiality for Bingham McCutchen LLP, executed by the following individual: Philip J. Macres.

Very truly yours,

/s/ electronically signed

M. Renee Britt
Paralegal Specialist

Attachment

Boston
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
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Washington

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ATTACHMENT A

WC DOCKET NO. 09-135

I have received a copy of the *First Protective Order* in WC Docket No. 09-135. I have read the order and agree to comply with and be bound by the terms and conditions of this *First Protective Order*. The signatory understands, in particular, that unauthorized disclosure, or the use of the information for competitive commercial or business purposes, will constitute a violation of this *First Protective Order*.

SIGNATURE:



NAME PRINTED: Philip J. Macres

TITLE: Of Counsel

ADDRESS: 2020 K Street, N.W.
Washington, DC 20006REPRESENTING: 360networks (USA) Inc., Alpheus Communications, Inc., Citynet Arizona, LLC,
PAETEC Communications, Inc., U.S. TelePacific Corp., *et al.*

EMPLOYER: Bingham McCutchen LLP

DATE: August 10, 2009

APPENDIX A

Acknowledge of Confidentiality

WC DOCKET NO. 09-135

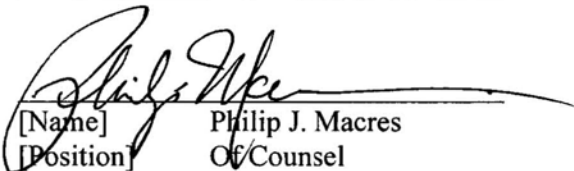
I hereby acknowledge that I have received and read a copy of the foregoing *Second Protective Order* in the above-captioned proceeding, and I understand it. I agree that I am bound by the *Second Protective Order* and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by this *Second Protective Order*. I acknowledge that a violation of the *Second Protective Order* is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the *Second Protective Order* is due solely to my capacity as Outside Counsel of Record or Outside Consultant to a party or other person described in paragraph 7 of the foregoing *Second Protective Order* and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the *Second Protective Order*.

I acknowledge that it is my obligation to ensure that: (1) Stamped Highly Confidential Documents and Highly Confidential Information are used only as provided in the *Second Protective Order*; and (2) Stamped Highly Confidential Documents are not duplicated except as specifically permitted by the terms of paragraphs 8, 11 and 13 of the *Second Protective Order*, and I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of Stamped Highly Confidential Documents or Highly Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the *Second Protective Order*.

Executed at Washington, DC this 10th day of August, 2009.


[Name] Philip J. Macres
[Position] Of Counsel
[Employer] Bingham McCutchen LLP
[Representing] 360networks (USA) Inc., Alpheus Communications, Inc., Citynet Arizona, LLC, PAETEC Communications, Inc., U.S. TelePacific Corp., et al.
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